

For Six Month Period Ending October 31, 1995

(Insert date)

Name of Registrant **British Airways Plc**  
**Washington, D.C.**

Registration No. **4423**

Business Address of Registrant **1850 K Street, N.W.**  
**Suite 300**  
**Washington, D.C. 20006**

**I-REGISTRANT**

1. Has there been a change in the information previously furnished in connection with the following:

(a) If an individual:

(1) Residence address	Yes <input type="checkbox"/>	No <input type="checkbox"/>
(2) Citizenship	Yes <input type="checkbox"/>	No <input type="checkbox"/>
(3) Occupation	Yes <input type="checkbox"/>	No <input type="checkbox"/>

(b) If an organization:

(1) Name	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
(2) Ownership or control	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
(3) Branch offices	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>

2. Explain fully all changes, if any, indicated in item 1. **N/A**

INTERNAL SECURITY  
SECTION  
REGISTRATION UNIT

IF THE REGISTRANT IS AN INDIVIDUAL, OMIT RESPONSE TO ITEMS 3, 4, and 5.

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3. Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this 6 month reporting period? Yes ☐ No ☒

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CRIMINAL DIVISION

If yes, furnish the following information: **N/A**

Name

Position

Date Connection  
Ended

4. Have any persons become partners, officers, directors or similar officials during this 6 month reporting period?  
 Yes ☐ No ☒

If yes, furnish the following information: N/A

<i>Name</i>	<i>Residence Address</i>	<i>Citizenship</i>	<i>Position</i>	<i>Date Assumed</i>
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5. Has any person named in Item 4 rendered services directly in furtherance of the interests of any foreign principal?  
 Yes ☐ No ☐ N/A

If yes, identify each such person and describe his services. N/A

6. Have any employees or individuals other than officials, who have filed a short form registration statement, terminated their employment or connection with the registrant during this 6 month reporting period? Yes ☐ No ☒

If yes, furnish the following information: N/A

<i>Name</i>	<i>Position or connection</i>	<i>Date terminated</i>
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7. During this 6 month reporting period, have any persons been hired as employees or in any other capacity by the registrant who rendered services to the registrant directly in furtherance of the interests of any foreign principal in other than a clerical or secretarial, or in a related or similar capacity? Yes ☐ No ☒

If yes, furnish the following information: N/A

<i>Name</i>	<i>Residence Address</i>	<i>Position or connection</i>	<i>Date connection began</i>
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## II—FOREIGN PRINCIPAL

(PAGE 3)

8. Has your connection with any foreign principal ended during this 6 month reporting period? Yes ☐ No ☒

If yes, furnish the following information: N/A

*Name of foreign principal*

*Date of Termination*

9. Have you acquired any new foreign principal<sup>1</sup> during this 6 month reporting period? Yes ☐ No ☒

If yes, furnish following information: N/A

*Name and address of foreign principal*

*Date acquired*

10. In addition to those named in Items 8 and 9, if any, list the foreign principals<sup>1</sup> whom you continued to represent during the 6 month reporting period.

British Airways Plc, London.

## III—ACTIVITIES

11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 8, 9, and 10 of this statement? Yes ☒ No ☐

If yes, identify each such foreign principal and describe in full detail your activities and services:

British Airways Plc, London.

The Registrant, through its person in charge, obtained information for the foreign principal relating to United States aviation/transportation policy matters and activities including such related matters as customs, immigration, taxation, and foreign investment issues, through the acquisition of publicly available documents and discussions with executive branch officials, and expressed the foreign principal's views on such matters to those officials.

See also response to Item 12.

<sup>1</sup> The term "foreign principal" includes, in addition to those defined in section 1(b) of the Act, an individual or organization any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual. (See Rule 100(a)(9)).

A registrant who represents more than one foreign principal is required to list in the statements he files under the Act only those foreign principals for whom he is not entitled to claim exemption under Section 3 of the Act. (See Rule 208.)

12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity<sup>2</sup> as defined below?  
 Yes ☒ No ☐

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, among other things, the relations, interests and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored or delivered speeches, lectures or radio and TV broadcasts, give details as to dates, places of delivery, names of speakers and subject matter.

See attached and response to Item 11.

13. In addition to the above described activities, if any, have you engaged in activity on your own behalf which benefits any or all of your foreign principals? Yes ☐ No ☒

If yes, describe fully. N/A

<sup>2</sup>The term "political activities" means the dissemination of political propaganda and any other activity which the person engaging therein believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, persuade, or in any other way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

## IV—FINANCIAL INFORMATION

## 14. (a) RECEIPTS—MONIES

During this 6 month reporting period, have you received from any foreign principal named in Items 8, 9 and 10 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income or money either as compensation or otherwise? Yes ☒ No ☐

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies.<sup>3</sup>

<i>Date</i>	<i>From Whom</i>	<i>Purpose</i>	<i>Amount</i>
5/1/95 - 10/31/95	British Airways Plc, London	Salary: Mark B. Dunkerley	\$50,000

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Total

## (b) RECEIPTS—THINGS OF VALUE

During this 6 month reporting period, have you received any thing of value<sup>4</sup> other than money from any foreign principal named in Items 8, 9 and 10 of this statement, or from any other source, for or in the interests of any such foreign principal? Yes ☒ No ☐

If yes, furnish the following information:

<i>Name of foreign principal</i>	<i>Date received</i>	<i>Description of thing of value</i>	<i>Purpose</i>
See attached.			

<sup>3</sup>A registrant is required to file an Exhibit D if he collects or receives contributions, loans, money, or other things of value for a foreign principal, as part of a fund raising campaign. See Rule 201(e).

<sup>4</sup>Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

15. (a) **DISBURSEMENTS—MONIES**

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign principal named in Items 8, 9 and 10 of this statement?      Yes ☒      No ☐

(2) transmitted monies to any such foreign principal?      Yes ☐      No ☒

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies, including monies transmitted, if any, to each foreign principal.

<i>Date</i>	<i>To Whom</i>	<i>Purpose</i>	<i>Amount</i>
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See attached.

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Total

15. (b) **DISBURSEMENTS—THINGS OF VALUE**

During this 6 month reporting period, have you disposed of anything of value<sup>5</sup> other than money in furtherance of or in connection with activities on behalf of any foreign principal named in items 8, 9 and 10 of this statement?

Yes ☐ No ☒

If yes, furnish the following information: N/A

<i>Date disposed</i>	<i>Name of person to whom given</i>	<i>On behalf of what foreign principal</i>	<i>Description of thing of value</i>	<i>Purpose</i>
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(c) **DISBURSEMENTS—POLITICAL CONTRIBUTIONS**

During this 6 month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value<sup>5</sup> in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

Yes ☐ No ☒

If yes, furnish the following information: N/A

<i>Date</i>	<i>Amount or thing of value</i>	<i>Name of political organization</i>	<i>Name of candidate</i>
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**V—POLITICAL PROPAGANDA**

(Section 1(j) of the Act defines "political propaganda" as including any oral, visual, graphic, written, pictorial, or other communication or expression by any person (1) which is reasonably adapted to, or which the person disseminating the same believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, or in any other way influence a recipient or any section of the public within the United States with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party or with reference to the foreign policies of the United States or promote in the United States racial, religious, or social dissensions, or (2) which advocates, advises, instigates, or promotes any racial, social, political, or religious disorder, civil riot, or other conflict involving the use of force or violence in any other American republic or the overthrow of any government or political subdivision of any other American republic by any means involving the use of force or violence.)

16. During this 6 month reporting period, did you prepare, disseminate or cause to be disseminated any political propaganda as defined above? Yes ☐ No ☒

IF YES, RESPOND TO THE REMAINING ITEMS IN THIS SECTION V.

17. Identify each such foreign principal. N/A

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<sup>5</sup>Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

18. During this 6 month reporting period, has any foreign principal established a budget or allocated a specified sum of money to finance your activities in preparing or disseminating political propaganda? Yes ☐ No ☒

If yes, identify each such foreign principal, specify amount, and indicate for what period of time. N/A

19. During this 6 month reporting period, did your activities in preparing, disseminating or causing the dissemination of political propaganda include the use of any of the following: N/A

- ☐ Radio or TV broadcasts    ☐ Magazine or newspaper articles    ☐ Motion picture films    ☐ Letters or telegrams  
☐ Advertising campaigns    ☐ Press releases    ☐ Pamphlets or other publications    ☐ Lectures or speeches  
☐ Other (specify) \_\_\_\_\_

20. During this 6 month reporting period, did you disseminate or cause to be disseminated political propaganda among any of the following groups: N/A

- ☐ Public Officials    ☐ Newspapers    ☐ Libraries  
☐ Legislators    ☐ Editors    ☐ Educational institutions  
☐ Government agencies    ☐ Civic groups or associations    ☐ Nationality groups  
☐ Other (specify) \_\_\_\_\_

21. What language was used in this political propaganda: N/A

- ☐ English    ☐ Other (specify) \_\_\_\_\_

22. Did you file with the Registration Section, U.S. Department of Justice, two copies of each item of political propaganda material disseminated or caused to be disseminated during this 6 month reporting period? Yes ☐ No ☐ N/A

23. Did you label each item of such political propaganda material with the statement required by Section 4(b) of the Act? Yes ☐ No ☐ N/A

24. Did you file with the Registration Section, U.S. Department of Justice, a Dissemination Report for each item of such political propaganda material as required by Rule 401 under the Act? Yes ☐ No ☐ N/A

## VI—EXHIBITS AND ATTACHMENTS

### 25. EXHIBITS A AND B

- (a) Have you filed for each of the newly acquired foreign principals in Item 9 the following: N/A

Exhibit A<sup>6</sup>    Yes ☐    No ☐  
 Exhibit B<sup>7</sup>    Yes ☐    No ☐

If no, please attach the required exhibit.

- (b) Have there been any changes in the Exhibits A and B previously filed for any foreign principal whom you represented during this six month period? Yes ☐ No ☒

If yes, have you filed an amendment to these exhibits? Yes ☐ No ☐ N/A

If no, please attach the required amendment.

<sup>6</sup>The Exhibit A, which is filed on Form CRM-157 (Formerly OBD-67) sets forth the information required to be disclosed concerning each foreign principal.

<sup>7</sup>The Exhibit B, which is filed on Form CRM-155 (Formerly OBD-65) sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.



## 26. EXHIBIT C

If you have previously filed an Exhibit C<sup>8</sup>, state whether any changes therein have occurred during this 6 month reporting period. Yes ☒ No ☐

If yes, have you filed an amendment to the Exhibit C? Yes ☐ No ☒

If no, please attach the required amendment.

See attached.

## 27. SHORT FORM REGISTRATION STATEMENT

Have short form registration statements been filed by all of the persons named in Items 5 and 7 of the supplemental statement? Yes ☐ No ☐ N/A

If no, list names of persons who have not filed the required statement.

The undersigned swear(s) or affirm(s) that he has (they have) read the information set forth in this registration statement and the attached exhibits and that he is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in attached Short Form Registration Statement, if any, insofar as such information is not within his (their) personal knowledge.

(Both copies of this statement shall be signed and sworn to before a notary public or other person authorized to administer oaths by the agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions who are in the United States, if the registrant is an organization.)

(Type or print name under each signature)

Mark B. Dunkerley

Subscribed and sworn to before me at Washington, D.C.

this 20th day of NOVEMBER, 19 95

DAVID C. YOUNG  
NOTARY PUBLIC DISTRICT OF COLUMBIA  
My Commission Expires September 30, 2000

(Signature of notary or other officer)

<sup>8</sup>The Exhibit C, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, constitution, and bylaws of a registrant that is an organization. (A waiver of the requirement to file an Exhibit C may be obtained for good cause upon written application to the Assistant Attorney General, Criminal Division, Internal Security Section, U.S. Department of Justice, Washington, D.C. 20530.)

**UNITED STATES DEPARTMENT OF JUSTICE  
REGISTRATION UNIT  
CRIMINAL DIVISION  
WASHINGTON, D.C. 20530**

**NOTICE**

Please answer the following questions and return this sheet in triplicate with your supplemental statement:

1. Is your answer to Item 16 of Section V (Political Propaganda - page 7 of Form CRM-154, formerly Form OBD-64 - Supplemental Statement):

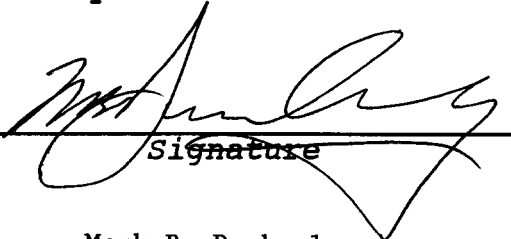
Yes \_\_\_\_\_ or No X

(If your answer to question 1 is "yes" do not answer question 2 of this form.)

2. Do you disseminate any material in connection with your registration:

Yes \_\_\_\_\_ or No X

(If your answer to question 2 is "yes" please forward for our review copies of all such material including: films, film catalogs, posters, brochures, press releases, etc. which you have disseminated during the past six months.)

  
Signature

Mark B. Dunkerley

**Please type or print name of signatory on the line above**

Vice President Commercial and  
Government Affairs, N.A.;  
Vice President Investor Relations.

\_\_\_\_\_  
Title

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Date 11/29/95  
REGISTRATION UNIT  
SECTION 1013

**BRITISH AIRWAYS PLC, WASHINGTON, D.C.**

**ATTACHMENT TO FOREIGN AGENTS REGISTRATION, SUPPLEMENTAL  
STATEMENT**

(Item 12)

All contacts made on behalf of British Airways Plc, Washington, D.C. were made by  
Mark B. Dunkerley.

- 1)   Date:                   8/25/95  
      Place:               Washington, D.C.  
      Agency:            Department of Transportation  
      Type of contact:    Conference call with Mr. J. Craun and Mr. J. New,  
                            Department of Transportation  
      Discussion:         Discussion of in-flight gaming plans.

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**BRITISH AIRWAYS PLC, WASHINGTON, D.C.**

**ATTACHMENT TO FOREIGN AGENTS REGISTRATION, SUPPLEMENTAL  
STATEMENT**

(Items 14(a), 14(b), 15(a)(1) - Part IV Financial Information)

May 1995

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Dollar amounts represent both receipts from BA, London and disbursements to various suppliers. Specific dates for receipts cannot be provided for each entry as aggregated. Dates of disbursements are provided where possible. Complimentary airfare is not a receipt but provided by BA, London and other airlines through reciprocal agreements with various airlines. Records of providers of complimentary airfare are not maintained. All trips were made by Mark B. Dunkerley.

<b>Business Entertainment:</b>	<b>Total:</b>	<b>\$382.39</b>
(For: lunches/dinners/To: various D.C. restaurants)		

US Government Employees:	\$0.00
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Non-US Government Employee Contacts:	\$382.39
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<b>Business Travel:</b>	<b>Total:</b>	<b>\$1,142.44</b>
(For: airfare, meals, accommodations, taxis, phone calls, parking, etc./ To: various suppliers)		

5/10 -5/13	Trip - London	\$835.18
	Airfare - complimentary	
	Purpose - to visit headquarters	

5/22 - 5/23	Trip - New York	\$307.26
	Airfare - complimentary	
	Purpose - to attend British Airways Prelims Presentation	

<b>Local Business Transportation:</b>	<b>Total:</b>	<b>\$281.00</b>
(For: taxis/ To: various D.C. taxi companies)		

<b>Misc. Business Expenses:</b>	<b>Total:</b>	<b>\$430.05</b>
FNN Data Broadcasting For monthly database and NYSE fee		\$99.67
Business calls made on personal cellular phone		\$25.38
FARA Registration Fee		\$305.00
<b>TOTAL RECEIPTS/DISBURSEMENTS FOR MAY 1995</b>		<b>\$2,235.88</b>

**BRITISH AIRWAYS PLC, WASHINGTON, D.C.**

**ATTACHMENT TO FOREIGN AGENTS REGISTRATION, SUPPLEMENTAL  
STATEMENT**

(Items 14(a), 14(b), 15(a)(1) - Part IV Financial Information)

June 1995

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Dollar amounts represent both receipts from BA, London and disbursements to various suppliers. Specific dates for receipts cannot be provided for each entry as aggregated. Dates of disbursements are provided where possible. Complimentary airfare is not a receipt but provided by BA, London and other airlines through reciprocal agreements with various airlines. Records of providers of complimentary airfare are not maintained. All trips were made by Mark B. Dunkerley.

<b>Business Entertainment:</b>	<b>Total:</b>	<b>\$243.99</b>
(For: lunches/dinners/To: various D.C. restaurants)		
US Government Employees:		\$0.00
Non-US Government Employee Contacts:		\$243.99
<b>Business Travel:</b>	<b>Total:</b>	<b>\$307.82</b>
(For: airfare, meals, accommodations, taxis, phone calls, parking, etc./ To: various suppliers)		
6/7 - 6/8	Trip - Miami	\$128.51
	Airfare - complimentary	
	Purpose - to attend BA Management Conference	
6/15 - 6/16	Trip - London	\$179.31
	Airfare - Complimentary	
	Purpose - to visit headquarters	
<b>Local Business Transportation:</b>	<b>Total:</b>	<b>\$347.50</b>
(For: taxis/ To: various D.C. taxi companies)		

<b>Misc. Business Expenses:</b>	<b>Total:</b>	<b>\$243.44</b>
FNN Data Broadcasting For monthly database and NYSE fee		\$99.67
Intouch USA - Charges for rental of cellular phone		\$92.69
Telephone charges for calls made from home		\$51.08
<b>TOTAL RECEIPTS/DISBURSEMENTS FOR JUNE 1995</b>		<b>\$1,142.75</b>

**BRITISH AIRWAYS PLC, WASHINGTON, D.C.**

**ATTACHMENT TO FOREIGN AGENTS REGISTRATION, SUPPLEMENTAL  
STATEMENT**

(Items 14(a), 14(b), 15(a)(1) - Part IV Financial Information)

July 1995

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Dollar amounts represent both receipts from BA, London and disbursements to various suppliers. Specific dates for receipts cannot be provided for each entry as aggregated. Dates of disbursements are provided where possible. Complimentary airfare is not a receipt but provided by BA, London and other airlines through reciprocal agreements with various airlines. Records of providers of complimentary airfare are not maintained. All trips were made by Mark B. Dunkerley.

<b>Business Entertainment:</b>	<b>Total:</b>	<b>\$0.00</b>
(For: lunches/dinners/To: various D.C. restaurants)		

US Government Employees:		\$0.00
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Non-US Government Employee Contacts:		\$0.00
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<b>Business Travel:</b>	<b>Total:</b>	<b>\$2,195.76</b>
(For: airfare, meals, accommodations, taxis, phone calls, parking, etc./ To: various suppliers)		

7/5 - 7/6	Trip - London	\$243.11
	Airfare - complimentary	
	Purpose - to visit headquarters	
7/5 - 7/5	Trip - New York	\$51.00
	Airfare - complimentary	
	Purpose - to visit US headquarters	
7/17 - 7/22	Trip - London	\$1,448.48
	Airfare - complimentary	
	Purpose - to attend US/UK Bilateral Discussions	



7/25 - 7/26	Trip - New York	\$218.73
	Airfare - complimentary	
	Purpose - to visit US headquarters	
7/30 - 8/1	Trip - London	\$234.44
	Airfare - complimentary	
	Purpose - to visit headquarters	
<b>Local Business Transportation:</b>		<b>Total: \$107.30</b>
(For: taxis/ To: various D.C. taxi companies)		
<b>Misc. Business Expenses:</b>		<b>Total: \$111.55</b>
FNN Data Broadcasting		\$99.67
For monthly database and NYSE fee		
Business calls made on personal cellular phone		\$11.88
<b>TOTAL RECEIPTS/DISBURSEMENTS FOR JULY 1995</b>		<b>\$2,414.61</b>

**BRITISH AIRWAYS PLC, WASHINGTON, D.C.**

**ATTACHMENT TO FOREIGN AGENTS REGISTRATION, SUPPLEMENTAL  
STATEMENT**

(Items 14(a), 14(b), 15(a)(1) - Part IV Financial Information)

August 1995

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Dollar amounts represent both receipts from BA, London and disbursements to various suppliers. Specific dates for receipts cannot be provided for each entry as aggregated. Dates of disbursements are provided where possible. Complimentary airfare is not a receipt but provided by BA, London and other airlines through reciprocal agreements with various airlines. Records of providers of complimentary airfare are not maintained. All trips were made by Mark B. Dunkerley.

<b>Business Entertainment:</b>	<b>Total:</b>	<b>\$334.08</b>
(For: lunches/dinners/To: various D.C. restaurants)		

US Government Employees:	\$0.00
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Non-US Government Employee Contacts:	\$334.08
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<b>Business Travel:</b>	<b>Total:</b>	<b>\$30.32</b>
(For: airfare, meals, accommodations, taxis, phone calls, parking, etc./ To: various suppliers)		

8/16 - 8/16	Trip - London	\$30.32
	Airfare - complimentary	
	Purpose - to visit headquarters	

<b>Local Business Transportation:</b>	<b>Total:</b>	<b>\$80.50</b>
(For: taxis/ To: various D.C. taxi companies)		

<b>Misc. Business Expenses:</b>	<b>Total:</b>	<b>\$204.49</b>
FNN Data Broadcasting For monthly database and NYSE fee		\$99.67
Intouch USA - Rental of cellular phone		\$104.82
<b>TOTAL RECEIPTS/DISBURSEMENTS FOR AUGUST 1995</b>		<b>\$649.39</b>

**BRITISH AIRWAYS PLC, WASHINGTON, D.C.**

**ATTACHMENT TO FOREIGN AGENTS REGISTRATION, SUPPLEMENTAL  
STATEMENT**

(Items 14(a), 14(b), 15(a)(1) - Part IV Financial Information)

September 1995

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Dollar amounts represent both receipts from BA, London and disbursements to various suppliers. Specific dates for receipts cannot be provided for each entry as aggregated. Dates of disbursements are provided where possible. Complimentary airfare is not a receipt but provided by BA, London and other airlines through reciprocal agreements with various airlines. Records of providers of complimentary airfare are not maintained. All trips were made by Mark B. Dunkerley.

<b>Business Entertainment:</b>	<b>Total:</b>	<b>\$452.72</b>
(For: lunches/dinners/To: various D.C. restaurants)		

US Government Employees:	\$0.00
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Non-US Government Employee Contacts:	\$452.72
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<b>Business Travel:</b>	<b>Total:</b>	<b>\$1,916.22</b>
(For: airfare, meals, accommodations, taxis, phone calls, parking, etc./ To: various suppliers)		

9/2 - 9/4	Trip - Prague	\$715.91
	Airfare - complimentary	
	Purpose - to arrange relocation	

9/4 - 9/5	Trip - Zurich	\$341.92
	Airfare - complimentary	
	Purpose - to visit European Manager	

9/11 - 9/15	Trip - London	\$858.39
	Airfare - complimentary	
	Purpose - to attend US/UK Bilateral Discussions	

<b>Local Business Transportation:</b>	<b>Total:</b>	<b>\$53.00</b>
(For: taxis/ To: various D.C. taxi companies)		

<b>Misc. Business Expenses:</b>	<b>Total:</b>	<b>\$122.94</b>
FNN Data Broadcasting For monthly database and NYSE fee		\$99.67
Ginns. Emergency stationery supplies		\$23.27
<b>TOTAL RECEIPTS/DISBURSEMENTS FOR SEPTEMBER 1995</b>		<b>\$2,544.88</b>

**BRITISH AIRWAYS PLC, WASHINGTON, D.C.**

**ATTACHMENT TO FOREIGN AGENTS REGISTRATION, SUPPLEMENTAL  
STATEMENT**

(Items 14(a), 14(b), 15(a)(1) - Part IV Financial Information)

October 1995

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Dollar amounts represent both receipts from BA, London and disbursements to various suppliers. Specific dates for receipts cannot be provided for each entry as aggregated. Dates of disbursements are provided where possible. Complimentary airfare is not a receipt but provided by BA, London and other airlines through reciprocal agreements with various airlines. Records of providers of complimentary airfare are not maintained. All trips were made by Mark B. Dunkerley.

<b>Business Entertainment:</b>	<b>Total:</b>	<b>\$154.42</b>
(For: lunches/dinners/To: various D.C. restaurants)		

US Government Employees:	\$0.00
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Non-US Government Employee Contacts:	\$154.42
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<b>Business Travel:</b>	<b>Total:</b>	<b>\$1,867.55</b>
(For: airfare, meals, accommodations, taxis, phone calls, parking, etc./ To: various suppliers)		

10/4 - 10/5	Trip - Prague	\$419.70
	Airfare - complimentary	
	Purpose - to arrange relocation	
10/2 - 10/2	Trip - London	\$69.35
	Airfare - complimentary	
	Purpose - to visit headquarters	
10/24 - 10/25	Trip - London	\$178.80
	Airfare - complimentary	
	Purpose - to visit headquarters	

10/25 - 10/28	Trip - Zurich	\$630.34
	Airfare - complimentary	
	Purpose - to visit European Manager	
10/28 - 10/30	Trip - Prague	\$569.36
	Airfare - complimentary	
	Purpose - to arrange relocation	
<b>Local Business Transportation:</b>		<b>Total: \$224.00</b>
(For: taxis/ To: various D.C. taxi companies)		
<b>Misc. Business Expenses:</b>		<b>Total: \$0.00</b>
<b>TOTAL RECEIPTS/DISBURSEMENTS FOR OCTOBER 1995</b>		<b>\$2,245.97</b>

# Notice of Annual General Meeting

NOTICE is hereby given that the twelfth annual general meeting of British Airways Plc will be held at the Barbican Centre, Silk Street, London EC2Y 8DS on Tuesday, 11 July 1995, at 11 am for the following purposes:

- 1 To receive and adopt the accounts for the year ended 31 March 1995, together with the report of the Directors;
- 2 To declare a final dividend of 8.90p per ordinary share and to authorise its payment on 31 July 1995 to shareholders on the register on 6 July 1995;
- 3 To re-elect Sir Michael Angus who retires by rotation in accordance with Article 89 of the Company's Articles of Association and being eligible, offers himself for re-election;
- 4 To re-elect Mr Derek Stevens who retires by rotation in accordance with Article 89 of the Company's Articles of Association and being eligible, offers himself for re-election;
- 5 To elect The Hon. Raymond Seitz who retires in accordance with Article 94 of the Company's Articles of Association and being eligible, offers himself for election;
- 6 To re-appoint the auditors, Ernst & Young, and to authorise the Directors to determine their remuneration;
- 7 To consider and if thought fit to pass as a Special Resolution:

That the authority and power to allot shares conferred on the Directors by Article 11 (B) of the Company's Articles of Association be renewed for the period ending on the date of the annual general meeting in 1996 or on 11 October 1996 whichever is the earlier, and for such period:

- a the prescribed amount shall be £77,000,000 and
- b the Section 89 amount shall be £11,000,000

- 8 To consider and if thought fit to pass as a Special Resolution:

That the Articles of Association of the Company be amended by the deletion of the words "declare and" in both places that they appear in Article 120 and by the insertion of a new Article after Article 132 as follows:

## SCRIP DIVIDENDS

"132A. With the prior approval of an Ordinary Resolution of the Company passed at any general meeting the Directors may, in respect of any dividend proposed to be paid or declared at any time prior to or at the fifth annual general meeting of the Company occurring thereafter offer ordinary shareholders the right to elect to receive in lieu of such dividend (or part thereof) an allotment of additional Ordinary Shares credited as fully paid. In any such case the following provisions shall apply:

- (A) the basis of allotment shall be determined by the Directors so that, as nearly as may be considered convenient, the value (calculated by reference to the average quotation) of the Ordinary Shares to be allotted in lieu of any amount of dividend shall equal such amount. For such purpose the 'average quotation' of an Ordinary Share shall be the average of the middle market quotations of the Ordinary Shares on the London Stock Exchange, as derived from the Daily Official List, on each of the first five business days on which the Ordinary Shares are quoted "ex" the relevant dividend;

- (B) if the Directors determine to offer such right of election on any occasion they shall give notice in writing to the ordinary shareholders of the right of election offered to them and shall issue forms of election and shall specify the procedures to be followed in order to exercise such right; the Directors may also offer to ordinary shareholders the right to elect to receive Ordinary Shares instead of cash both in respect of the relevant dividend and in respect of future dividends not yet declared or resolved (and accordingly in respect of which the basis of allotment shall not have been determined) and shall specify the procedures to be followed in order to exercise, vary or revoke such a right of election;

- (C) the dividend (or that part of the dividend in respect of which a right of election has been accorded) shall not be payable on Ordinary Shares in respect whereof the share election has been duly exercised ('the elected Ordinary Shares'), and in lieu thereof additional shares shall be allotted to the holders of the elected Ordinary Shares on the basis of allotment determined as aforesaid. For such purpose the Directors shall capitalise, out of such of the sums standing to the credit of reserves (including any share premium account or capital redemption reserve fund) or profit and loss account as the Directors may determine, a sum equal to the aggregate nominal amount of additional Ordinary Shares to be allotted on such basis and shall apply the same in paying up in full the appropriate number of unissued Ordinary Shares for allotment and distribution to and amongst the holders of the elected Ordinary Shares on such basis;

- (D) No fraction of any share shall be allotted. The Directors may make such provisions as they think fit for any fractional entitlements including provisions whereby, in whole or in part, the benefit thereof accrues to the Company and/or under which fractional entitlements are accrued and/or retained and in each case accumulated on behalf of any ordinary shareholder and such accruals or retentions are applied to the allotment by way of bonus to or cash subscription on behalf of such ordinary shareholder of fully paid Ordinary Shares;

- (E) the additional Ordinary Shares so allotted shall rank *pari passu* in all respects with the fully-paid Ordinary Shares then in issue save only as regards participation in the relevant dividend;

- (F) Article 132 (capitalisation of reserves) shall apply (mutatis mutandis) to any capitalisation made pursuant to this Article;

- (G) The Directors may on any occasion determine that rights of election shall not be made available to any ordinary shareholders with registered offices in any territory where, in the absence of a registration statement or other special formalities the circulation of an offer or rights of election would or might be unlawful, and in such event the provisions aforesaid shall be read and construed subject to such determination; and

- (H) in relation to any particular proposed dividend the Directors may in their absolute discretion withdraw the offer previously made to ordinary shareholders to elect to receive additional Ordinary Shares in lieu of the cash dividend (or part thereof) at any time prior to the allotment of the additional Ordinary Shares."

This Article shall authorise the Directors to offer rights of election in respect of any dividend declared or proposed after the date of adoption of this Article and at or prior to the annual general meeting in 2000.



- 9 To consider and if thought fit to pass as a Special Resolution:
- a that Article 15 of the Articles of Association of the Company be amended by adding after the phrase in brackets the words "or such other form of authentication as the Directors may determine."
- b that Article 129 of the Articles of Association of the Company be amended by replacing the words "cheque or warrant" whenever they occur with the words "cheque, warrant or similar financial instrument" and by inserting after the words "through the post," the words "or by other means."

By Order of the Board

*K J M Walder Secretary*

Registered Office  
Speedbird House  
Heathrow Airport (London)  
Hounslow TW6 2JA  
London 2 June 1995

- a Every person entitled to attend and vote at the annual general meeting of the Company is entitled to appoint a proxy to attend, speak and, on a poll, vote instead of that person. A proxy need not be a member of the Company.
- b Sir Colin Marshall, Mr Robert Ayling, Mr Derek Stevens and Sir Francis Kennedy have service contracts with the Company. These and the register of Directors' interests in the share capital of the Company may be inspected during normal business hours at the registered office of the Company between the date of this notice and the annual general meeting. A copy will also be available for inspection before, during and after the meeting at the Barbican Centre. No other director has a service contract with the Company or any of its subsidiaries.
- c Copies of the Memorandum and Articles of Association of the Company are available for inspection at the registered office of the Company and at Linklaters & Paines, 59/67 Gresham Street, London EC2, during usual business hours on any weekday (Saturdays and Public Bank Holidays excluded) from the date of this notice until the date of the annual general meeting and also before, during and after the meeting at the Barbican Centre.

## Explanatory notes to the Notice of AGM

There are nine resolutions which require shareholders' approval at the annual general meeting this year.

### Resolution 1: Report & Accounts

The Directors present to the meeting their report and the accounts of the Company for the preceding financial year, together with the report of the Company's Auditors.

### Resolution 2: Declaration of Dividend

The Directors recommend the payment of a final dividend of 8.90p per ordinary share to be paid on 31 July 1995 to shareholders registered on 6 July 1995. Together with the interim dividend of 3.50p per share paid in January, this would give a total for the year of 12.40p per share.

### Resolutions 3 and 4: Re-election of Directors

Article 88 requires that one third of the Directors must retire and stand for re-election at the annual general meeting each year. Article 89 requires that the Directors elected longest ago shall retire, including for this purpose any Director who wishes to retire permanently. The Hon Charles Price II retires from the Board at this meeting and does not seek re-election. Sir Michael Angus and Mr Derek Stevens stand for re-election at this meeting.

Sir Michael Angus aged 65 joined the Board in 1988 and serves as non-executive Deputy Chairman and Chairman of the Audit, Remuneration and Nominations Committees. He is Chairman of Whitbread PLC and The Boots Company PLC and a director of National Westminster Bank Plc. He is married with three children.

Mr Derek Stevens aged 56 joined the Board as Chief Financial Officer in 1989. He was formerly Finance Director, TSB Group plc. He is a non-executive director of Legal & General Recovery Investment Trust Plc and USAir Group, Inc. He is married with four children.

### Resolution 5: Election of New Director

Under Article 94 any Director appointed to the Board during the year holds office only until the next annual general meeting and is then eligible for election. The Hon. Raymond Seitz aged 54 was appointed to the Board on 7 April 1995. He was the United States Ambassador to the United Kingdom until May 1994 and served in the US Foreign Service for 28 years. He is a senior managing director at Lehman Brothers Ltd. and a non-executive director of the General Electric Company plc, the Chubb Corporation, Cable and Wireless plc, the Telegraph Group plc and Shandwick plc. He is married with three children.

### Resolution 6: Re-appointment of Auditors

The Auditors may not continue in office unless re-appointed at the meeting at which the accounts are presented. This resolution proposes the re-appointment of Ernst & Young.

### Resolution 7: Allotment of Shares

By law, shareholders' approval is required for the allotment of shares. Approval may either be given for particular allotments or by a general authority. Resolution 7 renews the Directors' general authority given last year for a period expiring at the 1996 annual general meeting or 11 October 1996, if earlier. The authority this year is again in respect of 308 million shares (£77 million) or approximately 33 per cent of the issued share capital.

Shareholders' approval is also required for the issue of equity shares wholly for cash otherwise than in accordance with certain statutory pre-emption provisions contained in the Companies Act 1985. Approval is being sought in respect of the allotment pursuant to a rights issue (not presently contemplated) of all the £77 million of share capital whose allotment is authorised and of up to £11 million or approximately 5 per cent of the issued share capital of the Company.

otherwise than on a rights issue. This is the same proportion as last year and accords with recommendations of the joint working party of the London Stock Exchange, The Association of Corporate Treasurers and the investment committees of the Association of British Insurers and the National Association of Pension Funds, with which the Directors intend to comply.

In proposing this Resolution, the Directors consider that it is in the best interests of the Company and its shareholders that Directors should retain the ability to take advantage of business opportunities as they arise, without the need to incur the cost and delay of an extraordinary meeting of the Company to seek specific authority for an allotment. The Directors have no present intention of using the allotment authority but propose to seek renewal of these authorities annually.

**Resolution 8: Scrip Dividend**

This Resolution authorises the directors to offer scrip

dividends i.e. dividends paid in shares instead of cash, in respect of any financial period ending within the five years commencing on the date of the 1995 annual general meeting. The proposed authority will allow the directors to introduce a scrip dividend scheme from the payment of the interim dividend (if any) in January 1996.

**Resolution 9: (Amendments to Articles 15 and 129)**

- a Article 15 currently requires every share certificate to be issued under seal. The proposed amendment will permit the Directors to authorise other forms of authentication, such as the laser printed facsimile signatures of a director or the secretary with significant cost savings to the Company.
- b Article 129 currently requires dividends to be paid by cheque or warrant sent through the post. The proposed amendment will permit the Company to pay dividends through the Banks Automated Clearing System (BACS) when shareholders so elect.